

# Southern Pacific Transportation Company

Southern Pacific Building • One Market Plaza • San Francisco, California 94105

(415) 541-1000

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WRITER'S DIRECT DIAL NUMBER

(415) 541-1757

December 7, 1987

RECORDATION NO. 6710-K FILED 1428

DEC 14 1987 - 3 15 PM

INTERSTATE COMMERCE COMMISSION

Date 12-14-87  
Fee \$ 12.00

ICC Washington, D.C.

CERTIFIED MAIL  
RETURN RECEIPT REQUESTED

Ms. Noreta R. McGee  
Secretary  
Interstate Commerce Commission  
Twelfth Street & Constitution Avenue  
Washington, D.C. 20423

RE: I.C.C. Finance Docket No. 27150 --  
Southern Pacific Transportation Company  
Equipment Trust Agreement, Series 58

Dear Ms. McGee:

There are enclosed for recording, pursuant to the provisions of Title 49, United States Code, Section 11303, the original and four (4) fully executed counterparts of Declaration of Full Payment dated as of December 4, 1987, to Equipment Trust Agreement dated as of July 15, 1972, creating Southern Pacific Company Equipment Trust, Series 58, together with voucher in payment of the recording fee.

The following documents have been recorded with the Commission under Section 11303 in this matter:

Equipment Trust Agreement dated as of July 15, 1972, recorded on August 25, 1972, at 1:40 PM, assigned Recordation No. 6710;

Assignment of New Numbers Assigned to Equipment Under Equipment Trust Agreement, dated as of

Ms. Noreta R. McGee  
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December 7, 1987

November 24, 1972, recorded on December 11, 1972,  
at 3:00 PM, assigned Recordation No. 6710-A;

First Supplement to Equipment Trust Agreement  
dated as of November 1, 1974, recorded on  
December 26, 1974, at 1:15 PM, assigned  
Recordation No. 6710-B;

Second Supplement to Equipment Trust Agreement  
dated as of December 7, 1979, recorded on  
December 14, 1979, at 4:10 PM, assigned  
Recordation No. 6710-C;

Third Supplement to Equipment Trust Agreement  
dated as of August 1, 1982, recorded on  
August 16, 1982, at 2:15 PM, assigned  
Recordation No. 6710-D;

Fourth Supplement to Equipment Trust Agreement  
dated as of June 1, 1984, recorded on June 19,  
1984, at 3:10 PM, assigned Recordation No. 6710-E;

Fifth Supplement to Equipment Trust Agreement  
dated as of May 15, 1985, recorded on June 6,  
1985, at 12:55 PM, assigned Recordation No. 6710-F;

Sixth Supplement to Equipment Trust Agreement  
dated as of March 31, 1986, recorded on April 29,  
1986, at 9:55 AM, assigned Recordation No. 6710-G;

Assignment and Transfer of Certain Road Equipment  
dated as of March 31, 1986, recorded on April 29,  
1986, at 9:55 AM, assigned Recordation No. 6710-H;

Seventh Supplement to Equipment Trust Agreement  
dated as of May 5, 1987, recorded on June 18,  
1987, at 12:45 PM, assigned Recordation No. 6710-I;  
and

Assignment and Transfer of Certain Road Equipment  
dated as of May 5, 1987, recorded on June 18,  
1987, at 12:45 PM, assigned Recordation No. 6710-J.

When the recording of the Declaration of Full Payment has  
been completed, will you kindly endorse, with the pertinent  
recording information, all executed counterparts thereof

Ms. Noreta R. McGee  
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which are presented to you, and return four (4) of the same to the undersigned.

Very truly yours,

A handwritten signature in cursive script that reads "Lenona Young".

Lenona Young  
Legal Assistant

Enclosures

cc: Mr. E. L. Johnson  
(Attn: Mr. C. D. Tyler)

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SOUTHERN PACIFIC TRANSPORTATION COMPANY

EQUIPMENT TRUST

SERIES 58

RECORDATION NO. 6710-K FEB 14 1988

DEC 14 1987 - 3 15 PM

INTERSTATE COMMERCE COMMISSION

EQUIPMENT TRUST AGREEMENT

Dated as of July 15, 1972

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DECLARATION OF FULL PAYMENT

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Interstate Commerce Commission  
Washington, D.C. 20423

OFFICE OF THE SECRETARY

Lenona Young  
Southern Pacific Bldg.  
One Market Plaza  
San Francisco, CA 94105

Dear

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 12/14/87 at 3:15PM, and assigned recordation number(s). 6710-K

Sincerely yours,

*Norata R. McGee*  
Secretary

Enclosure(s)

SE-30  
(7/79)

SOUTHERN PACIFIC TRANSPORTATION COMPANY  
EQUIPMENT TRUST, SERIES 58

Equipment Trust Agreement Dated as of July 15, 1972

DECLARATION OF FULL PAYMENT

First Pennsylvania Bank, N.A. (formerly known as The First Pennsylvania Banking and Trust Company, herein called the "Trustee"), Trustee under that certain Equipment Trust Agreement dated as of July 15, 1972, as supplemented, between the Trustee and Southern Pacific Transportation Company, pursuant to which was created and constituted "Southern Pacific Transportation Company Equipment Trust, Series 58," does hereby acknowledge and declare that the purchase money for the equipment subject to said Equipment Trust Agreement has been paid in full; that all of the terms and conditions of the said Equipment Trust Agreement, as supplemented, have been performed; that Southern Pacific Transportation Company has made all payments and met all charges required by the said Equipment Trust Agreement, as supplemented; that all of the interests in Southern Pacific Transportation Company Equipment Trust, Series 58, and the dividends thereon, have been satisfied, paid and discharged; and the said Equipment Trust Agreement, as supplemented, and the lease by Trustee to Southern Pacific Transportation Company of the railroad equipment described therein, have terminated, and the Trustee is now obligated by the said Equipment Trust Agreement to assign and transfer the said

railroad equipment to Southern Pacific Transportation Company as the absolute property of Southern Pacific Transportation Company.

AND it does hereby consent that the record of its title to all the equipment covered by the said Equipment Trust Agreement, as supplemented, be cancelled and discharged, and that this declaration may be filed or recorded or noted on the margin of the record of the said Equipment Trust Agreement wherever the same may have been filed or recorded.

AND it does hereby constitute and appoint GEORGE J. RAYZIS to be its attorney for it, and in its name and as and for its corporate act and deed, to acknowledge this instrument, before any person having authority by the laws of the Commonwealth of Pennsylvania or elsewhere to take such acknowledgement, to the intent that the same may be duly recorded.

IN WITNESS WHEREOF, First Pennsylvania Bank, N.A., Trustee as aforesaid, acting in accordance with the terms and conditions of the Equipment Trust Agreement, as supplemented, has caused this Declaration to be signed in its name and its corporate seal to be hereunto affixed, duly attested, as of the 4<sup>th</sup> day of December, 1987.

FIRST PENNSYLVANIA BANK, N.A., Trustee


By George J. Rayzis  
Corporate Trust Officer

ATTEST:

Thomas A. Buchanan  
Assistant Secretary

UNITED STATES OF AMERICA                    )  
  )  
COMMONWEALTH OF PENNSYLVANIA            )    ss.  
  )  
CITY AND COUNTY OF PHILADELPHIA        )

On this 4th day of September, 1987,  
before me personally appeared GEORGE J. RAYZIS, to me  
personally known, who, being by me duly sworn, says that he  
is Corporate Trust Officer of FIRST PENNSYLVANIA BANK, N.A.;  
that the seal affixed to the foregoing instrument is the  
corporate seal of said corporation; that said instrument was  
signed and sealed on behalf of said corporation by authority  
of its Board of Directors; and he acknowledged that the  
execution of the foregoing instrument was the free act and  
deed of said corporation.

  
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Notary Public

Commission Expires:

FRANCES B. JACKSON, NOTARY PUBLIC  
PHILADELPHIA, PHILADELPHIA COUNTY  
MY COMMISSION EXPIRES OCT. 8, 1990  
Member, Pennsylvania Association of Notaries